

RESTRICTIVE COVENANT FOR LIMITATION ON USES AND GROUNDWATER USE

STATE OF TEXAS

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Doc# 2009036114

COUNTY OF BRAZORIA

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This Restrictive Covenant is filed to provide information concerning certain environmental conditions and use limitations upon that parcel of real property (the "Property") described in Exhibits A and B, attached hereto and incorporated herein by reference, and which at the time of this filing is listed on the United States Environmental Protection Agency's ("EPA") National Priority List as a "Superfund Site."

As of the date of this Restrictive Covenant, the record owner of fee title to the Property is **LDL COASTAL LIMITED, L.P.**, a Texas limited partnership ("Owner"), with an address of c/o Allen Daniels, 6363 Woodway Drive, Suite 730, Houston, Texas 77057. The appropriate land use for the Property is commercial/industrial.

LDL Coastal Limited, L.P. has agreed to place the following restrictions on the Property in favor of The Dow Chemical Company ("Dow"), Chromalloy American Corporation ("Chromalloy"), the Texas Commission on Environmental Quality ("TCEQ"), the State of Texas and EPA.

NOW THEREFORE, in consideration of the premises and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the following restrictive covenants in favor of Dow, Chromalloy, TCEQ, the State of Texas and EPA are placed on the Property, to-wit:

1. Commercial/Industrial Use.

The Property shall not be used for any purposes other than commercial/industrial uses, as that term is defined under 30 T.A.C §350.4(a)(13), and thus shall not be used for human habitation or for other purposes with a similar potential for human exposure. Portions of the soils and/or groundwater of the Property contain certain identified chemicals of concern. Future users of the Property are advised to review and take into consideration environmental data from publicly available sources (i.e. TCEQ and EPA) prior to utilizing the Property for any purpose.

2. Groundwater.

The groundwater underlying the Property shall not be used for any beneficial purpose, including: (1) drinking water or other potable uses; (2) the irrigation or watering of landscapes or (3) agricultural uses. For any activities that may result in potential exposure to the groundwater, a plan must be in place to address and ensure the appropriate handling, treatment and disposal of any affected soils or groundwater.

3. These restrictions shall be a covenant running with the land.



For additional information, contact:

The Dow Chemical Company
2030 Dow Center
8th Floor Legal Dept.
Midland, MI 48674
ATTN: General Counsel

Chromalloy American Corporation
C/O Sequa Corporation
200 Park Avenue
New York, NY 10166
ATTN: General Counsel

U.S. Environmental Protection Agency, Region 6
Superfund Division (6RC-S)
1445 Ross Avenue, Suite 1200
Dallas, TX 75202-2733
ATTN: Assistant Regional Counsel

Texas Commission on Environmental Quality
P.O. Box 13087
Austin, TX 78711-3087
ATTN: Remediation Division

State of Texas
Office of the Texas Attorney General
Natural Resources Division
300 W. 15th Street
Austin, TX 78701

The restrictions imposed by this Restrictive Covenant may be rendered of no further force or effect only by a release executed by Dow, Chromalloy, TCEQ, the State of Texas and EPA or their successors and filed in the same Real Property Records as those in which this Restrictive Covenant is filed.

Executed this 28th day of July, 2009.

OWNER: LDL COASTAL LIMITED, L.P., a
Texas limited partnership

By: RAMWAY Management, L.L.C., a Texas
limited liability company, its sole general
partner

By: 

Name: Allen B. Daniels

Title: Manager

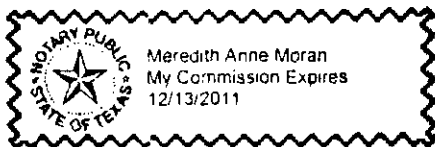
STATE OF TEXAS

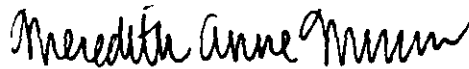
COUNTY OF Harris

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BEFORE ME, on this the 28 day of July, 2009, personally appeared Allen B. Daniels, Manager, of RAMWAY Management, L.L.C., a Texas limited liability company and the sole general partner of LDL Coastal Limited, L.P., a Texas limited partnership, known to me to be the person whose name is subscribed to the foregoing instrument, and acknowledged to me that he executed the same for the purposes and in the capacity herein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, this the 28 day of
July, 2009.





Notary Public in and for the State of Texas

My Commission Expires: 12/13/2011

Exhibit A

Legal Description of the Property



Doyle & Wachtstetter, Inc

Surveying and Mapping • GPS/GIS

**PARCEL No. 1, 5.0010 ACRE ENVIRONMENTAL MANAGEMENT TRACT
LOT 58 OF THE BRAZOS COAST INVESTMENT COMPANY SUBDIVISION, DIVISION 8
FREDERICK. J. CALVIT LEAGUE, ABSTRACT 51
BRAZORIA COUNTY, TEXAS
PAGE 1 OF 2**

ALL THAT CERTAIN 5.0010 ACRE tract of land lying in and situated in the Frederick J. Calvit League, Abstract 51, Brazoria County, Texas, being all of Lot 58 of the Brazos Coast Investment Company Subdivision, Division 8 (B.C.I.C. Div. 8), according to the map or plat thereof recorded in Volume 2, Page 141 of the Brazoria County Plat Records (B.C.P.R.) and being the same tract of land conveyed by deed on August 6, 1999 from Janet Casciato-Northrup, Trustee of the Chapter 7 Bankruptcy Estate of Hercules Marine Services Corporation to LDL Coastal Limited, L.P., as recorded in Clerk's File No. 99-036339 of the Brazoria County Official Records (B.C.O.R.), the herein described tract of land being more particularly described by metes and bounds, using survey terminology which refers to the Texas State Plane Coordinate System, South Central Zone (NAD83), in which the directions are Lambert grid bearings and the distances are surface level horizontal lengths (S.F.= 0.99988752832) as follows

COMMENCING at a 3/4" iron rod found marking the North corner Lot 80, same being the West corner of Lot 81 of the aforementioned B.C.I.C. Div. 8 subdivision, located in the southeastern right-of-way boundary line of a 40 foot wide platted roadway of the said B.C.I.C. Div. 8 subdivision, said Point of Commencement being at Texas at State Plane Coordinate System position X=3155152.81 and Y=13556863.07, from which an old 3" x 3/4" hard-wood stake located in the southeastern right-of-way boundary line of a 40 foot wide platted roadway of the said B.C.I.C. Div. 8 subdivision, found marking the North corner of Lot 66, same being the and the West corner of Lot 67 bears South 42°51'47" West, a distance of 4620.94 feet (called 4620.00 feet), at Texas State Plane Coordinate System position X=3152009.76 and Y=13553476.39, herein located point of commencement and point of reference, being shown in 1952 Dow Chemical Company survey by Herman D. Smith, RPS #916, drawing number: B8-8-19000-10488;

THENCE South 42°51'47" West, coincident with the southeastern right-of-way boundary line of said 40 foot wide platted roadway, a distance of 2310.47 feet to a point for the North corner of Lot 73, same being the West corner of Lot 74 of the said B.C.I.C. Div. 8 subdivision, at position X=3153581.28 and Y=13555169.73;

THENCE South 47°08'13" East, coincident with the southwestern boundary line of Lot 74, same being the northeastern boundary line of Lot 73 of the said B.C.I.C. Div. 8 subdivision, a distance of 660.00 feet to the **POINT OF BEGINNING**, at a 5/8" iron rod with survey cap marked "WPD 4467" set, from which an iron rod with survey cap bears South 38°39' West, a distance of 11.6 feet, for the common corner of Lot 57, Lot 58, Lot 73 and Lot 74 of the B.C.I.C. Div. 8 subdivision and the North corner of the herein described 5.0010 acre tract, at position X=3154065.00 and Y=13554720.82;

131 Commerce Street • Clute, Texas 77531-5601

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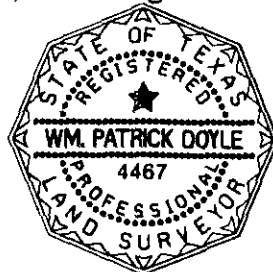
**PARCEL No. 1, 5.0010 ACRE ENVIRONMENTAL MANAGEMENT TRACT
LOT 58 OF THE BRAZOS COAST INVESTMENT COMPANY SUBDIVISION, DIVISION 8
FREDERICK. J. CALVIT LEAGUE, ABSTRACT 51
BRAZORIA COUNTY, TEXAS
PAGE 2 OF 2**


THENCE South 47°08'13" East, coincident with the southwestern boundary line of Lot 57, same being the northeastern boundary line of Lot 58 of the B.C.I.C. Div. 8 subdivision, at a distance of 640.00 feet pass a 5/8" iron rod with survey cap marked "WPD 4467" set in the apparent northwest right-of-way boundary line of the 80 foot wide Marlin Lane, known as Brazoria County Road #756, continuing a total distance of 660.00 feet to a point in the northwestern boundary line of a 40 foot wide platted roadway, at the South corner of Lot 57, same being the East corner of Lot 58 of the B.C.I.C. Div. 8 subdivision, from which an iron rod with survey cap bears North 78°35' West, a distance of 22.4 feet, for the East corner of the herein described 5.0010 acre tract, at position X=3154548.71 and Y=13554271.90;

THENCE South 42°51'47" West, coincident with the northwestern right-of-way boundary line of said 40 foot wide platted road, same being the southeastern boundary line of Lot 58 of the B.C.I.C. Div. 8 subdivision, a distance of 330.07 feet to a point for the East corner of Lot 59, same being the South corner of Lot 58 of the B.C.I.C. Div. 8 subdivision, from which an iron rod with cap bears North 78°08' West, a distance of 22.4 feet, for the South corner of the herein described 5.0010 acre tract, at position X=3154324.20 and Y=13554030.00;

THENCE North 47°08'13" West, coincident with the northeastern boundary line of Lot 59, same being the southwestern boundary line of Lot 58, at a distance of 20.00 feet pass a 5/8" iron rod with survey cap marked "WPD 4467" set in the apparent northwest right-of-way boundary line of the 80 foot wide Marlin Lane, known as Brazoria County Road #756, continuing a total distance of 660.00 feet to a 5/8" iron rod with survey cap marked "WPD 4467" set at the common corner of Lot 58, Lot 59, Lot 72 and Lot 73 of the B.C.I.C. Div. 8 subdivision, for the West corner of the herein described 5.0010 acre tract, at position X=3153840.49 and Y=13554478.91;

THENCE North 42°51'47" East, coincident with the northwest boundary line of Lot 58, same being the southeastern boundary line of Lot 73 of the B.C.I.C. Div. 8 subdivision, a distance of 330.07 feet to the **POINT OF BEGINNING**, containing 5.0010 acres of land, more or less.




Wm. Patrick Doyle
Registered Professional Land Surveyor
Texas Registration Number 4467
March 23, 2009



Doyle & Wachtstetter, Inc

Surveying and Mapping • GPS/GIS

**PARCEL No. 2, 24.7552 ACRE ENVIRONMENTAL MANAGEMENT TRACT
ALL OF LOT 21 THROUGH LOT 25 OF THE
BRAZOS COAST INVESTMENT COMPANY SUBDIVISION, DIVISION 8
FREDERICK. J. CALVIT LEAGUE, ABSTRACT 51
BRAZORIA COUNTY, TEXAS
PAGE 1 OF 3**

ALL THAT CERTAIN 24.7552 ACRE tract of land lying in and situated in the Frederick J. Calvit League, Abstract 51, Brazoria County, Texas, being all of Lots 21, 22, 23, 24 and 25 of the Brazos Coast Investment Company Subdivision, Division 8 (B.C.I.C. Div. 8), according to the map or plat thereof recorded in Volume 2, Page 141 of the Brazoria County Plat Records (B.C.P.R.) and being the same tract of land conveyed by deed on August 6, 1999 from Janet Casciato-Northrup, Trustee of the Chapter 7 Bankruptcy Estate of Hercules Marine Services Corporation to LDL Coastal Limited, L.P., as recorded in Clerk's File No. 99-036339 of the Brazoria County Official Records (B.C.O.R.), the herein described tract of land being more particularly described by metes and bounds, using survey terminology which refers to the Texas State Plane Coordinate System, South Central Zone (NAD83), in which the directions are Lambert grid bearings and the distances are surface level horizontal lengths (S.F.= 0.99988752832) as follows:

COMMENCING at a 3/4" iron rod found marking the North corner Lot 80, same being the West corner of Lot 81 of the aforementioned B.C.I.C. Div. 8 subdivision, located in the southeastern right-of-way boundary line of a 40 foot wide platted roadway of the said B.C.I.C. Div. 8 subdivision, said Point of Commencement being at Texas at State Plane Coordinate System position X=3155152.81 and Y=13556863.07, from which an old 3" x 3/4" hard-wood stake located in the southeastern right-of-way boundary line of a 40 foot wide platted roadway of the said B.C.I.C. Div. 8 subdivision, found marking the North corner of Lot 66, same being the and the West corner of Lot 67 bears South 42°51'47" West, a distance of 4620.94 feet (called 4620.00 feet), at Texas State Plane Coordinate System position X=3152009.76 and Y=13553476.39, herein located point of commencement and point of reference, being shown in 1952 Dow Chemical Company survey by Herman D. Smith, RPS #916, drawing number: B8-8-19000-10488;

THENCE South 47°08'13" East, a distance of 1360.00 feet to a point for corner, located in the northwestern boundary line of Lot 32 of the B.C.I.C. Div. 8 subdivision, same being the southeastern right-of-way boundary line of a 40 foot wide platted roadway, at position X=3156149.54 and Y=13555938.04;

THENCE South 42°51'47" West, coincident with the northwestern boundary line of Lot 26 through Lot 32 of the B.C.I.C. Div. 8 subdivision, same being the southeastern right-of-way boundary line of said 40 foot wide platted road, a distance of 1250.83 feet to the **POINT OF BEGINNING** of the description, from which a 2" iron pipe inside a 6" iron pipe found disturbed bears South 44°30' East, a distance of 20.7 feet, said point being the West corner of Lot 26, same being the North corner of Lot 25 of the B.C.I.C. Div. 8 subdivision and the herein described 24.7552 acre tract, at position X=3155298.76 and Y=13555021.31;

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**PARCEL No. 2, 24.7552 ACRE ENVIRONMENTAL MANAGEMENT TRACT
ALL OF LOT 21 THROUGH LOT 25 OF THE
BRAZOS COAST INVESTMENT COMPANY SUBDIVISION, DIVISION 8
FREDERICK. J. CALVIT LEAGUE, ABSTRACT 51
BRAZORIA COUNTY, TEXAS
PAGE 2 OF 3**

THENCE South 47°08'13" East, coincident with the northeastern boundary line of Lot 25, same being the southwestern boundary line of Lot 26 of the B.C.I.C. Div. 8 subdivision, at a distance of 20.00 feet pass a 5/8" iron rod with survey cap marked "WPD 4467" set in the southeastern right-of-way boundary line of the 80 foot wide Marlin Lane, known as Brazoria County Road #756 and being the East corner of all that certain 20 foot wide road easement conveyed by deed on August 15, 1961 from Joe M. Baggett, et al to Brazoria County, as recorded in Volume 798, Page 674 of the Brazoria County Deed Records (B.C.D.R.), at a distance of 730.00 feet pass a 5/8" iron rod with survey cap marked "WPD 4467" set for reference corner, continuing for a total distance of 1030.00 feet to a point, at the South corner of said Lot 26, East corner of said Lot 25 and the East corner of the United States of America Intracoastal Waterway easement, for the East corner of the herein described 24.7552 acre tract, at position X=3156053.65 and Y=13554320.73;

THENCE South 67°31'58" West, with the southeastern boundary line of said Lot 25 and said United States of America Intracoastal Waterway easement, a distance of 239.59 feet to the South corner of said Lot 25, same being the East corner of said Lot 24, for an angle corner of the herein described 24.7552 acre tract, at position X=3155832.27 and Y=13554229.18;

THENCE South 47°18'32" West, with the southeastern boundary line of said Lot 24 and said United States of America Intracoastal Waterway easement, a distance of 232.21 feet to the South corner of said Lot 24, same being the East corner of said Lot 23, for an angle corner of the herein described 24.7552 acre tract, at position X=3155661.61 and Y=13554071.75;

THENCE South 56°59'51" West, with the southeastern boundary line of said Lot 23 and said United States of America Intracoastal Waterway easement, a distance of 253.89 feet to the South corner of said Lot 23, same being the East corner of said Lot 22, for an angle corner of the herein described 24.7552 acre tract, at position X=3155448.71 and Y=13553933.48;

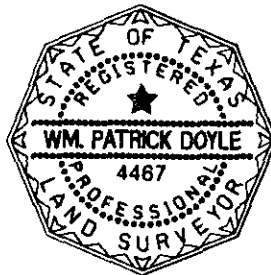
THENCE South 45°45'48" West, with the southeastern boundary line of said Lot 22 and the said United States of America Intracoastal Waterway easement, a distance of 256.93 feet to the south corner of said Lot 22, same being the East corner of said Lot 21, for an angle corner of the herein described 24.7552 acre tract, at position X=3155264.64 and Y=13553754.25;

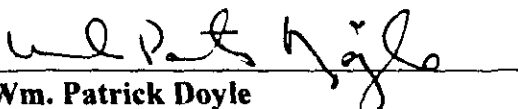
THENCE South 46°33'11" West, with the southeastern boundary line of said Lot 21 and the said United States of America Intracoastal Waterway easement, a distance of 264.15 feet to the East corner of Lot 20, same being the South corner of said Lot 21 of the B.C.I.C. Div. 8 subdivision and the South corner of the herein described 24.7552 acre tract, at position X=3155072.89 and Y=13553572.62;

**PARCEL No. 2, 24.7552 ACRE ENVIRONMENTAL MANAGEMENT TRACT
ALL OF LOT 21 THROUGH LOT 25 OF THE
BRAZOS COAST INVESTMENT COMPANY SUBDIVISION, DIVISION 8
FREDERICK. J. CALVIT LEAGUE, ABSTRACT 51
BRAZORIA COUNTY, TEXAS
PAGE 3 OF 3**

THENCE North 47°08'13" West, coincident with the southwestern boundary line of Lot 21, same being the northeastern boundary line of Lot 20, at a distance of 220.00 feet pass a 5/8" iron rod with survey cap marked "WPD 4467" set for reference corner, at a distance of 800.00 feet pass a 5/8" iron rod with survey cap marked "WPD 4467" set in the southeastern right-of-way boundary line of the 80 foot wide Marlin Lane, known as Brazoria County Road #756 and the South corner of the of a 20 foot wide roadway easement conveyed on August 15, 1961 from R. F. Dwyer, III to Brazoria County, as recorded in Volume 798, Page 679 of the B.C.D.R., continuing for a total distance of 820.00 feet to a point for corner in the southeast right-of-way boundary line of said 40 foot wide platted roadway, at the North corner of Lot 20, West corner of Lot 21 and the West corner of the herein described 24.7552 acre tract, at position X=3154471.91 and Y=13554130.36;

THENCE North 42°51'47" East, coincident with the northwestern boundary line of Lot 21 through Lot 25 of the B.C.I.C. Div. 8 subdivision, same being the southeastern right-of-way boundary line of said 40 foot wide platted road, a distance of 1215.65 feet to the **POINT OF BEGINNING**, containing 24.7552 acres of land, more or less.




Wm. Patrick Doyle
Registered Professional Land Surveyor
Texas Registration Number 4467
March 23, 2009

This description is based on a survey, a plat of which, March 18, 2009 is on file in the office of Doyle & Wachtstetter, Inc.
Legal\pat\Pastor Behling & Wheeler\Gulfco Superfund Lot21 through Lot25 Environmental Management 24.7552 Acre Tract BCIC#8.doc

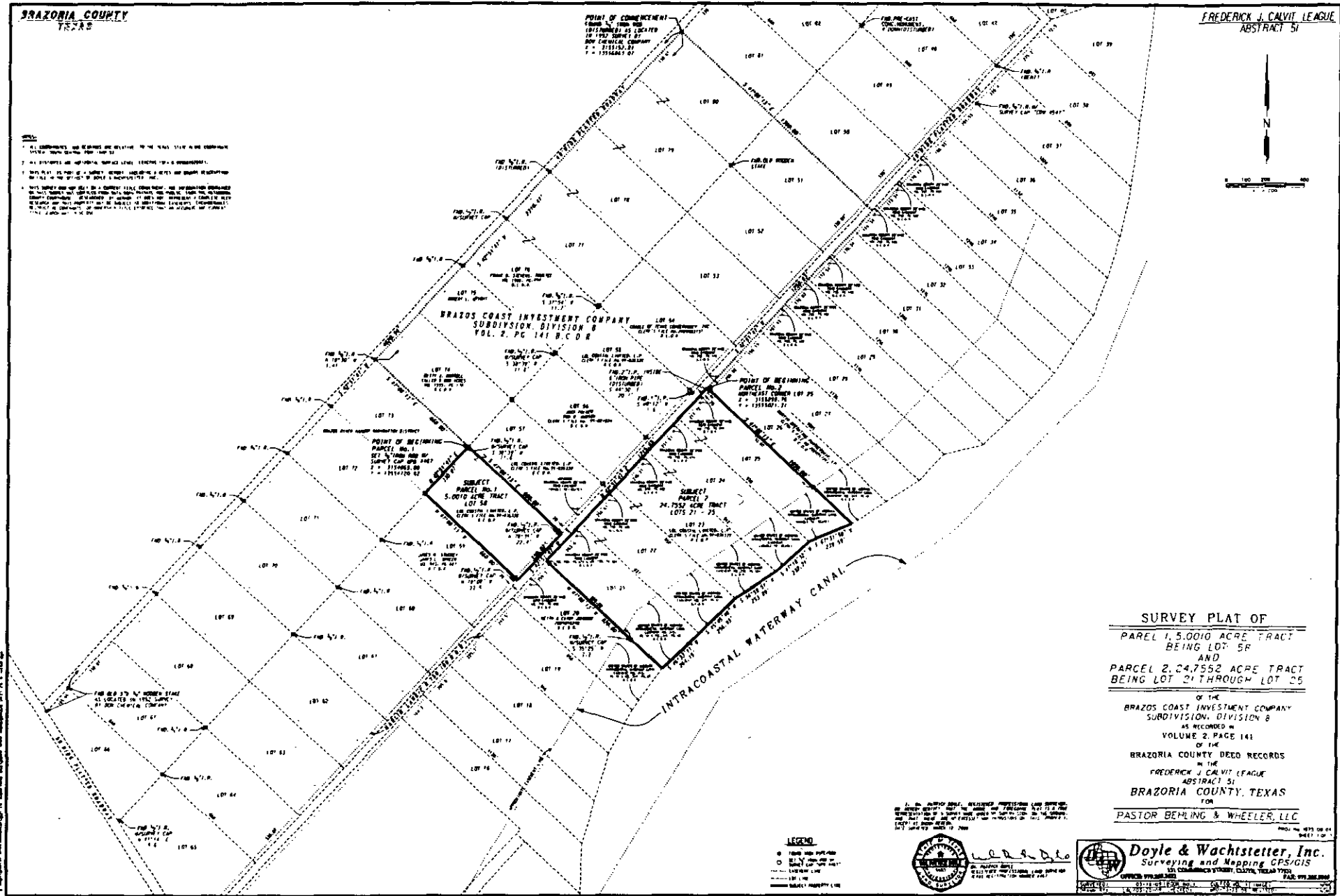
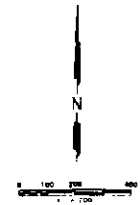
Exhibit B

**Plat Map of the Property – area covered by Restrictive Covenant for Limitation on Uses and
Groundwater Use**

BRAZORIA COUNTY
TEXAS

FREDERICK J. CALVIT LEAGUE
ABSTRACT 51

1. ALL DISTANCES ARE MEASURED ALONG THE CENTER LINE OF THE ROAD OR CANAL UNLESS OTHERWISE NOTED.
2. ALL DISTANCES ARE MEASURED ALONG THE CENTER LINE OF THE ROAD OR CANAL UNLESS OTHERWISE NOTED.
3. ALL DISTANCES ARE MEASURED ALONG THE CENTER LINE OF THE ROAD OR CANAL UNLESS OTHERWISE NOTED.
4. ALL DISTANCES ARE MEASURED ALONG THE CENTER LINE OF THE ROAD OR CANAL UNLESS OTHERWISE NOTED.



SURVEY PLAT OF
PARCEL 1, 5.0010 ACRE TRACT
BEING LOT 58
AND
PARCEL 2, 24.7552 ACRE TRACT
BEING LOT 21 THROUGH LOT 25
OF THE
BRAZOS COAST INVESTMENT COMPANY
SUBDIVISION, DIVISION 8
AS RECORDED IN
VOLUME 2, PAGE 141
OF THE
BRAZORIA COUNTY DEED RECORDS
FREDERICK J. CALVIT LEAGUE
ABSTRACT 51
BRAZORIA COUNTY, TEXAS
FOR
PASTOR BEHLING & WHEELER, LLC

LEGEND
● POINT OF BEGINNING
○ POINT OF COMMENCEMENT
— SURVEY LINE
--- PROPERTY LINE



Doyle & Wachtstetter, Inc.
Surveying and Mapping GPS/GIS
101 COMMERCIAL STREET, CLUTE, TEXAS 77555
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